

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

AUTHORS GUILD, DAVID BALDACCI,
MARY BLY, MICHAEL CONNELLY, SYLVIA
DAY, JONATHAN FRANZEN, JOHN
GRISHAM, ELIN HILDERBRAND,
CHRISTINA BAKER KLINE, MAYA
SHANBHAG LANG, VICTOR LAVALLE,
GEORGE R.R. MARTIN, JODI PICOULT,
DOUGLAS PRESTON, ROXANA ROBINSON,
GEORGE SAUNDERS, SCOTT TUROW, and
RACHEL VAIL, individually and on behalf of
others similarly situated,

Plaintiffs,

v.

OPENAI INC., OPENAI LP, OPENAI LLC,
OPENAI GP LLC, OPENAI OPCO LLC,
OPENAI GLOBAL LLC, OAI CORPORATION
LLC, OPENAI HOLDINGS LLC, OPENAI
STARTUP FUND I LP, OPENAI STARTUP
FUND GP I LLC, and OPENAI STARTUP
FUND MANAGEMENT LLC,

Defendants.

JONATHAN ALTER, KAI BIRD, TAYLOR
BRANCH, RICH COHEN, EUGENE LINDEN,
DANIEL OKRENT, JULIAN SANCTON,
HAMPTON SIDES, STACY SCHIFF, JAMES
SHAPIRO, JIA TOLENTINO, and SIMON
WINCHESTER, on behalf of themselves and all
others similarly situated,

Plaintiffs,

v.

OPENAI INC., OPENAI GP, LLC, OPENAI,
LLC, OPENAI OPCO LLC, OPENAI GLOBAL
LLC, OAI CORPORATION, LLC, OPENAI
HOLDINGS, LLC, and MICROSOFT
CORPORATION,

Defendants.

Case No.: 1:23-cv-08292-SHS

Case No.: 1:23-cv-10211-SHS

Case No.: 1:24-cv-00084-SHS

Hon. Sidney H. Stein

**DECLARATION OF NICHOLAS S.
GOLDBERG IN SUPPORT OF
MOTION TO ADMIT COUNSEL
*PRO HAC VICE***

NICHOLAS A. BASBANES and NICHOLAS
NGAGOYEANES (professionally known as
Nicholas Gage), individually and on behalf of all
others similarly situated,

Plaintiffs,

v.

MICROSOFT CORPORATION,
OPENAI, INC., OPENAI GP, LLC,
OPENAI HOLDINGS, LLC, OAI
CORPORATION, LLC, OPENAI
GLOBAL, LLC, OPENAI, LLC, and
OPENAI OPCO LLC,

Defendants.

I, Nicholas S. Goldberg, declare as follows:

I am an attorney at law licensed to practice in the state of California. I submit this declaration in support of the motion to admit my *pro hac vice* before the United States District Court for the Southern District of New York to represent Defendants OpenAI Inc., OpenAI LP, OpenAI LLC, OpenAI GP LLC, OpenAI OpCo LLC, OpenAI Global LLC, OAI Corporation LLC, OpenAI Holdings LLC, OpenAI Startup Fund I LP, OpenAI Startup Fund GP I LLC, and OpenAI Startup Fund Management LLC in the above-captioned action.

1. As shown in the Certificate of Good Standing attached hereto as **Exhibit A**, I am a member in good standing of the Bar of the State of California.
2. I have never been convicted of a felony.
3. I have never been censured, suspended, disbarred or denied admission or readmission by any court.
4. There are no pending disciplinary proceedings presently against me in any State or Federal court.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Dated: April 24, 2024

/s/ Nicholas S. Goldberg
NICHOLAS S. GOLDBERG